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**Independent Auditors' Report on Compliance**

The Sherwin-Williams Company  
Cleveland, Ohio

Attention: Mr. Sean P. Hennessy  
Senior Vice President-Finance  
and Chief Financial Officer

We have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated financial statements of The Sherwin-Williams Company for the year ended December 31, 2011, and have issued our report thereon dated February 23, 2012.

Mr. Sean P. Hennessy's June 22, 2012 letter pertaining to the Financial Assurance Demonstration is addressed to the Regional Administrator, U.S. Environmental Protection Agency-Region II.

In connection with our audit and in accordance with Subpart H of 40 CFR Parts 264 and 265, we have compared the amounts and representations in that letter under the caption Alternative II, lines 3 - 6 and 9, with the corresponding amounts included in or derived from the consolidated financial statements referred to above. In connection with these procedures, no matters came to our attention that caused us to believe that the amounts or representations shown under the caption Alternative II, lines 3 - 6, and 9, should be adjusted. However, our audit was not directed primarily toward obtaining knowledge of such noncompliance.

This report is intended solely for your information and use in connection with the Financial Assurance Demonstration of the U.S. Environmental Protection Agency-Region II and is not intended to be and should not be used for any other purpose.

Very truly yours,

*Ernst & Young LLP*

June 22, 2012

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